

DENIS A. COHRS, P.A.
ATTORNEYS AND COUNSELORS AT LAW

DENIS A. COHRS
ROBERT B. HICKS
BARBARA M. RIDDLE *
*Admitted in Texas only

INTERVEST BANK BUILDING • 2575 ULMERTON ROAD • SUITE 210 • CLEARWATER • FLORIDA • 33762

VOICE (727) 540-0001
FAX (727) 540-0027
E-MAIL d.cohrs@gte.net

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April 10, 2002

Florida Secretary of State
Division of Corporations
Bureau of Corporate Records
P. O. Box 6327
Tallahassee, FL 32314

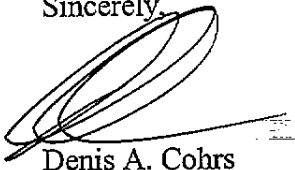
**RE: Articles of Amendment to Articles of Incorporation of
Tropical Waters Real Estate, Inc.**

Gentlemen:

Enclosed herewith is this firm's check in the amount of \$35.00 and the original and one copy of the Articles of Amendment to Articles of Incorporation of the above-referenced corporation. Please file this Amendment and return one filed-stamp copy to this office.

Your assistance in this matter is appreciated. Should you have any questions concerning the enclosures, please feel free to call.

Sincerely,



Denis A. Cohrs

DAC/pb

Enclosures

FILED
02 APR 15 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100005272011--6
-04/15/02--01044--003
*****35.00 *****35.00

NC
T. Lewis 4/18/02

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
TROPICAL WATERS REAL ESTATE, INC.**

FILED
02 APR 15 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Tropical Waters Real Estate, Inc., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), under the hand of its undersigned Directors and pursuant to §607.1006, Florida Statutes, hereby certifies that on April 9, 2002, the Board of Directors of said Corporation signed a written statement, duly adopting and approving an amendment to the Articles of Incorporation of the Corporation by deleting Article I thereof, in its entirety, and by substituting therefor the following:

ARTICLE I - NAME

The name of this Corporation shall be:

Latitude 27 Realty Group, Inc.

All other provisions of the Articles of Incorporation shall remain in full force and effect and shall not be modified hereby.

The foregoing action was approved by the unanimous consent of the Board of Directors. Approval of the shareholders of the Corporation is not required for the foregoing action.

IN WITNESS WHEREOF, the undersigned, have hereunto set their hand and seal as duly authorized act of the Corporation this 9th day of April, 2002.

Tropical Waters Real Estate, Inc.


By: 
Erwin J. Andersen, Director

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, on this 9th day of April, 2002, personally **Erwin J. Andersen**, as a Director of **Tropical Waters Real Estate, Inc.**, to me well known to be the person described in and who signed the foregoing Articles of Amendment to the Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed, and () who is personally known to me or () produced a Florida Driver's License as identification and did take an oath.

WITNESS, my hand and official seal the date aforesaid.


Notary Public
Print Name: SUSAN A. GIBSON
State of Florida at Large
(SEAL)

